

EXHIBIT B – Part 2

Monthly Fee Application for the Period from:
May 1, 2012 – May 31, 2012

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
)
)
W. R. GRACE & CO., et al.¹;) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors.) **Objection Deadline:**
) **July 23, 2012 at 4:00 p.m.**
) **Hearing date: To be scheduled only if objections**
) **are timely filed and served.**

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date Filed: 7/2/2012

Docket No.: 29165

in the above-captioned chapter 11 cases, filed and served the One Hundred and Thirty-Fourth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period May 1, 2012 through May 31, 2012, seeking compensation in the amount of \$42,647.00 and reimbursement for actual and necessary expenses in the amount of \$1,118.18.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **July 23, 2012 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351,

Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

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Dated: July 2, 2012
Wilmington, Delaware

RESPECTFULLY SUBMITTED,

/s/ Michael R. Lastowski

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Co-Counsel for the Official Committee of
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u> ,)	(Jointly Administered)
)	
Debtors.)	Objection Deadline:
)	July 23, 2012 at 4:00 p.m.
)	Hearing date: To be scheduled only if objections
)	are timely filed and served.

**ONE HUNDRED AND THIRTY-FOURTH MONTHLY FEE APPLICATION OF
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM MAY 1, 2012 THROUGH MAY 31, 2012**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	May 1, 2012 – May 31, 2012
Amount of Compensation sought as actual, reasonable and necessary:	\$42,647.00 (80%: \$34,117.60)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$1,118.18
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

Attachment A**Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41
March 28, 2012 D.I. 28732	2/1/2012 – 2/29/2012	\$62,628.00	\$220.71 (Stroock)	\$50,102.40	\$220.71
April 30, 2012 D.I. 28848	3/1/2012 – 3/31/2012	\$27,172.50	\$140.02 (Stroock)	\$21,738.00	\$140.02
May 30, 2012 D.I. 28991	4/1/2012 – 4/30/2012	\$24,898.50	\$75.21 (Stroock)	\$19,918.80	\$75.21

WR GRACE & CO
ATTACHMENT B
MAY 1, 2012 - MAY 31, 2012

	Hours	Rate	Amount	No. of Years in Position
Partners				
Kruger, Lewis	2.3	\$1,025	\$ 2,357.50	42
Pasquale, Kenneth	4.3	920	3,956.00	21
Associates				
Krieger, Arlene G.	43.5	725	31,537.50	27
Paraprofessionals				
Magzamen, Michael	0.4	335	134.00	9
Mohamed, David	22.2	210	4,662.00	22
Total	72.7		\$ 42,647.00	

EXHIBIT A

WR GRACE & CO
COMPENSATION BY PROJECT CATEGORY
MAY 1, 2012 - MAY 31, 2012

Matter Code	Project Category	Hours	Amount
0013	Business Operations	4.6	\$ 3,335.00
0014	Case Administration	9.0	2,094.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	3.5	2,597.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	15.3	11,820.00
0018	Fee Application, Applicant	13.0	5,768.50
0019	Creditor Inquiries	0.6	513.00
0020	Fee Application, Others	7.7	2,080.50
0022	Environmental Matters/Regulations/Litigation	5.4	3,915.00
0036	Plan and Disclosure Statement	8.7	6,970.50
0037	Hearings	4.9	3,552.50
	Total	72.7	\$ 42,647.00

STROOCK

INVOICE

DATE	June 20, 2012
INVOICE NO.	565965
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through May 31, 2012, including:

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Memorandum to Capstone re: AOP conference call.	Krieger, A.	0.1
05/02/2012	Memoranda with Capstone, R. Higgins re: AOP conference call (.1); memoranda with Debtors' counsel re: call (.1).	Krieger, A.	0.2
05/03/2012	Exchanged memoranda with Capstone re: Helios transaction (.2); attend to materials received on Project Helios (.6); attend to 2012 Operating Plan (.7).	Krieger, A.	1.5
05/09/2012	Conference call with representatives for all parties-in-interest re: 2012 AOP (1.0); follow up call with Capstone (.2).	Krieger, A.	1.2
05/15/2012	Attend to Debtors' motion to implement Long-Term Incentive Plan.	Krieger, A.	0.2
05/16/2012	Attend to Debtors' motion re: 2012 LTIP Program.	Krieger, A.	0.6

STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/18/2012	Memoranda with Capstone re: LTIP motion.	Krieger, A.	0.1
05/24/2012	Exchanged memoranda with Capstone re: LTIP motion (.5); t/c R. Higgins re: same (.2).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	4.6	\$ 725	\$ 3,335.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,335.00
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TOTAL FOR THIS MATTER	\$ 3,335.00
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STROOCK

RE	Case Administration 699843 0014		
DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Attend to order re: May 23 hearing.	Krieger, A.	0.1
05/01/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain documents for attorney review (.5); update internal case docket (.1); obtain recent pleading re: appeals case no. 11-199 (.2);	Mohamed, D.	1.1
05/04/2012	Circulate docket updates to working group.	Magzamen, M.	0.2
05/09/2012	Circulate docket updates & working group.	Magzamen, M.	0.2
05/11/2012	Obtain and circulate recently docketed pleading in main case (.2); monitor appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
05/14/2012	Obtain and circulate recently docketed pleadings in main case (.5); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.7
05/15/2012	Review appeals case docket no. 11-199 (.1); review case file documents (.4).	Mohamed, D.	0.5
05/16/2012	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
05/17/2012	Monitor appeals case docket no. 11-199.	Mohamed, D.	0.1
05/18/2012	Attend to orders revising hearing schedule (.1); o/c DM re: court call arrangements for 5/23/12 hearing (.1).	Krieger, A.	0.2
05/18/2012	Obtain and circulate recently docketed pleadings in main case (.8); schedule A. Krieger to appear telephonically at 5/23/12 hearing (.1); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	1.1
05/21/2012	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6

STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/22/2012	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/23/2012	Review appeals case docket nos. 11-199 and 12-1402 (.2); update internal case docket (.1); obtain documents for attorney review (.2).	Mohamed, D.	0.5
05/24/2012	Review appeals case docket no. 11-199.	Mohamed, D.	0.1
05/25/2012	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/29/2012	Obtain and circulate recent pleadings re: Appeals case docket nos. 11-199 and 12-1402 for attorney review.	Mohamed, D.	0.3
05/30/2012	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5
05/31/2012	Obtain and circulate recently docketed pleadings in main case (.7); review appeals case docket no. 11-199 (.1); review case file documents (.5).	Mohamed, D.	1.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.3	\$ 725	\$ 217.50
Magzamen, Michael	0.4	335	134.00
Mohamed, David	8.3	210	1,743.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,094.50	
TOTAL FOR THIS MATTER		\$ 2,094.50	

STROOCK

RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
05/03/2012	Attend to settlement notice re: Locke settlement and prepare memorandum of additional questions for Debtors' counsel (.8); exchanged memoranda with Debtors' counsel re: same and extended response deadline (.1).	Krieger, A.	0.9
05/04/2012	Memoranda with Debtors' counsel re: conference call to discuss Locke settlement.	Krieger, A.	0.1
05/07/2012	Preparation for and t/c R. Higgins re: Locke settlement (.5); review stipulation among the parties (.4).	Krieger, A.	0.9
05/08/2012	Review memo to Committee re: Locke claims.	Kruger, L.	0.2
05/15/2012	Attend to Debtors' written objection to Fair Harbor Capital's notice of Non-Default Contract Rate of Interest.	Krieger, A.	0.5
05/21/2012	Attend to memorandum re: Debtors' objection to Fair Harbor Capital's note of non-default interest rate.	Krieger, A.	0.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	3.3	\$ 725	\$ 2,392.50
Kruger, Lewis	0.2	1,025	205.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,597.50	

TOTAL FOR THIS MATTER	\$ 2,597.50
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STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Review AOP materials.	Kruger, L.	0.3
05/01/2012	Review WRG AOP deck.	Pasquale, K.	0.5
05/03/2012	Review Helios materials.	Kruger, L.	0.3
05/06/2012	Preparation of memorandum for the Committee re: proposed settlement of the Big Tex Site claim (.8); preparation of memorandum for the Committee re: proposed settlement of remaining Locke discrimination claim (1.3).	Krieger, A.	2.1
05/07/2012	Review Garlock pleadings.	Kruger, L.	0.3
05/08/2012	Memorandum for the Committee re: Locke settlement.	Krieger, A.	1.1
05/08/2012	O/c with A. Krieger re: Garlock hearing (.1); t/c with K. Pasquale re: Garlock hearing (.2).	Kruger, L.	0.3
05/09/2012	Attended to memorandum for the Committee re: 5/18/12 Argument before Judge Buckwalter, Third Circuit decision in Federal Mogul referred to by Debtors' counsel.	Krieger, A.	4.4
05/09/2012	Review memo to Committee re: Garlock hearing before Judge Buckwalter (.4); o/c with A. Krieger re: AOP phone call (.2).	Kruger, L.	0.6
05/10/2012	Attend to Committee memorandum re: Big Tex Site Settlement.	Krieger, A.	0.4
05/11/2012	Attend to Capstone's memorandum for the Committee re: Helios acquisition and exchanged memorandum with Capstone re: comments/questions.	Krieger, A.	1.1
05/11/2012	Review Capstone memo re: Helios.	Kruger, L.	0.3
05/18/2012	Attend to Committee memorandum re: settlement of Big Tex site claims.	Krieger, A.	1.3

STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/22/2012	Preparation for conference call with Committee member re: status of case (.9); o/c KP re: pending motions and emergence issues (.2); t/c Committee member re pending matters and emergence issues (.5).	Krieger, A.	1.6
05/30/2012	Attend to Capstone's draft report to the Committee re: 2012 LTIP and o/c J. Dolan re: comments on same.	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	12.7	\$ 725	\$ 9,207.50
Kruger, Lewis	2.1	1,025	2,152.50
Pasquale, Kenneth	0.5	920	460.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 11,820.00
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TOTAL FOR THIS MATTER	\$ 11,820.00
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STROOCK

RE	Fee Application, Applicant 699843 0018			
DATE	DESCRIPTION	NAME	HOURS	
05/10/2012	Attend to preparation of 44th quarterly fee application.	Krieger, A.	2.4	
05/11/2012	Attend to 44th quarterly fee application.	Krieger, A.	2.5	
05/14/2012	Complete draft of 44th quarterly fee application.	Krieger, A.	1.0	
05/14/2012	Prepare draft of SSL's 133rd monthly fee application for attorney review.	Mohamed, D.	1.1	
05/15/2012	Revise draft of SSL's 44th quarterly fee application.	Mohamed, D.	1.2	
05/18/2012	Finalize SSL's 44th quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1	
05/23/2012	Revise draft of SSL's 133rd monthly fee application for attorney review.	Mohamed, D.	0.8	
05/30/2012	Finalize SSL's 133rd monthly fee application for filing (.7); prepare notice and CoS re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.6).	Mohamed, D.	1.9	
SUMMARY OF HOURS		HOURS	RATE	TOTAL
Krieger, Arlene G.		5.9	\$ 725	\$ 4,277.50
Mohamed, David		7.1	210	1,491.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 5,768.50	
TOTAL FOR THIS MATTER			\$ 5,768.50	

STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Telephone conference creditor re: confirmation status.	Pasquale, K.	0.2
05/10/2012	Telephone conference creditor re: court hearing.	Pasquale, K.	0.2
05/21/2012	Exchanged memoranda with Capstone re: creditors inquiry on status of appellate proceedings.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.2	\$ 725	\$ 145.00
Pasquale, Kenneth	0.4	920	368.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 513.00
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TOTAL FOR THIS MATTER	\$ 513.00
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STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
05/01/2012	Attend to applications of other professionals.	Krieger, A.	0.1
05/08/2012	Attend to fee applications from other professionals.	Krieger, A.	0.1
05/09/2012	Attend to fee applications, certification of other professionals.	Krieger, A.	0.1
05/14/2012	Review and finalize Capstone's 98th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8
05/15/2012	Attend to fee applications, certifications, Fee Auditor's statements re: other professionals.	Krieger, A.	0.2
05/15/2012	Revise draft of Capstone's 33rd quarterly fee application.	Mohamed, D.	1.1
05/16/2012	Finalize Capstone's 33rd quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1
05/21/2012	Attend to fee applications of other professionals.	Krieger, A.	0.4
05/31/2012	Review and finalize Capstone's 99th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
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STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.9	\$ 725	\$ 652.50
Mohamed, David	6.8	210	1,428.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,080.50
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TOTAL FOR THIS MATTER	\$ 2,080.50
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STROOCK

RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
05/04/2012	Attend to proposed settlement of the Big Tex Site and prepare draft memorandum for the Committee re: same (4.3); memorandum to Debtors' counsel re: information request re: Big Tex Site settlement (.4).	Krieger, A.	4.7
05/07/2012	Exchanged memoranda with R. Higgins, H. Feichko re: Big Tex Site conference call.	Krieger, A.	0.2
05/10/2012	Preparation for and conference call Debtors' counsel re: Big Tex Site settlement.	Krieger, A.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	5.4	\$ 725	\$ 3,915.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,915.00
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TOTAL FOR THIS MATTER	\$ 3,915.00
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STROOCK

RE	Expenses 699843 0024
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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MATTER DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 161.06
Local Transportation	46.93
Long Distance Telephone	2.73
Duplicating Costs-in House	0.50
O/S Information Services	227.28
Travel Expenses - Transportation	263.00
Travel Expenses - Lodging	386.32
Westlaw	30.36

TOTAL DISBURSEMENTS/CHARGES	\$ 1,118.18
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TOTAL FOR THIS MATTER	\$ 1,118.18
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RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
05/04/2012	Attend to State of Montana's limited objection to Libby Settlement.	Krieger, A.	0.2
05/07/2012	Review Garlock motion for reargument and opposition pleadings re: 5/8/12 district court hearing on same.	Krieger, A.	1.9
05/07/2012	Prep for court hearing - review Garlock pleadings.	Pasquale, K.	1.2
05/08/2012	Attend argument before the District Court on Garlock's motion for reargument, rehearing (2.0); o/c LK re: argument (.1).	Krieger, A.	2.1
05/08/2012	Court hearing re: confirmation reconsideration.	Pasquale, K.	2.2
05/30/2012	Attend to Anderson Memorial's motion for relief from District Court's confirmation decision and Wright case.	Krieger, A.	1.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	5.3	\$ 725	\$ 3,842.50
Pasquale, Kenneth	3.4	920	3,128.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,970.50
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TOTAL FOR THIS MATTER	\$ 6,970.50
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STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
05/08/2012	Travel to and from Philadelphia for argument on Garlock's motion for reargument, rehearing before the District Court.	Krieger, A.	4.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	4.9	\$ 725	\$ 3,552.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,552.50
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TOTAL FOR THIS MATTER	\$ 3,552.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 42,647.00
TOTAL DISBURSEMENTS/CHARGES	\$ 1,118.18
TOTAL BILL	\$ 43,765.18

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT B

WR GRACE & CO
SUMMARY OF FEES
MAY 1, 2012 - MAY 31, 2012

	Hours	Rate	Amount
Partners			
Kruger, Lewis	2.3	\$1,025	\$ 2,357.50
Pasquale, Kenneth	4.3	920	3,956.00
Associates			
Krieger, Arlene G.	43.5	725	31,537.50
Paraprofessionals			
Magzamen, Michael	0.4	335	134.00
Mohamed, David	22.2	210	4,662.00
Total	72.7		\$ 42,647.00

EXHIBIT C

WR GRACE & CO
DISBURSEMENT SUMMARY
MAY 1, 2012 - MAY 31, 2012

Outside Messenger Service	\$ 161.06
Local Transportation	46.93
Long Distance Telephone	2.73
Duplicating Costs-in House	0.50
O/S Information Services	227.28
Travel Expenses - Transportation	263.00
Travel Expenses - Lodging	386.32
Westlaw	30.36
TOTAL	\$ 1,118.18

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Disbursement Register

DATE	June 20, 2012
INVOICE NO.	565965
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through May 31, 2012, including:

DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
05/05/2012	VENDOR: UPS; INVOICE#: 000010X827182; DATE: 5/5/2012 D. Mohamed to Dawn S. Marra Wilmington DE on 04/30/2012	8.02
05/05/2012	VENDOR: UPS; INVOICE#: 000010X827182; DATE: 5/5/2012 D. Mohamed to Bobbi Ruhlander Esq. Dallas TX on 04/30/2012	11.37
05/05/2012	VENDOR: UPS; INVOICE#: 000010X827182; DATE: 5/5/2012 D. Mohamed to Dave Klauder, Esq. Wilmington DE on 04/30/2012	8.02
05/05/2012	VENDOR: UPS; INVOICE#: 000010X827182; DATE: 5/5/2012 D. Mohamed to David B. Siegal Columbia MD on 04/30/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to D. Klauder, Esq. WILMINGTON DE on 05/14/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to David B. Siegal COLUMBIA MD on 05/14/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to B. Ruhlander, Esq. DALLAS TX on 05/14/2012	11.37
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to Dawn S. Marra Wilmington DE on 05/14/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to Dave Klauder, Esq. WILMINGTON DE on 05/16/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI	11.37

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PAGE: 2		
DATE	DESCRIPTION	AMOUNT
	Mohamed to Bobbi Ruhlander, Esq. DALLAS TX on 05/16/2012	
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to Dawn S. Marra WILMINGTON DE on 05/16/2012	8.02
05/19/2012	VENDOR: UPS; INVOICE#: 000010X827202; DATE: 5/19/2012 D. Mohamed to David B. Siegal COLUMBIA MD on 05/16/2012	8.02
05/26/2012	VENDOR: UPS; INVOICE#: 000010X827212; DATE: 5/26/2012 D. Mohamed to Dave Klauder, Esq. WILMINGTON DE on 05/18/2012	12.03
05/26/2012	VENDOR: UPS; INVOICE#: 000010X827212; DATE: 5/26/2012 D. Mohamed to David B. Siegal COLUMBIA MD on 05/18/2012	12.03
05/26/2012	VENDOR: UPS; INVOICE#: 000010X827212; DATE: 5/26/2012 D. Mohamed to Dawn S. Marra WILMINGTON DE on 05/18/2012	12.03
05/26/2012	VENDOR: UPS; INVOICE#: 000010X827212; DATE: 5/26/2012 D. Mohamed to Bobbi Ruhlander, Esq. DALLAS TX on 05/18/2012	18.68
Outside Messenger Service Total		161.06
Local Transportation		
05/16/2012	VENDOR(E): KPASQUALE: 05/07/12 - 05/08/12; DATE: 05-16-2012; Court hearing in Philadelphia, PA	12.00
05/22/2012	VENDOR: NYC Taxi; Invoice#: 983111; Invoice Date: 05/18/2012; Voucher #: 158487; Arlene Krieger 05/08/2012 07:00 from EAST SIDE MANHATTAN NY to 343 7 AVE MANHATTAN NY.	34.93
Local Transportation Total		46.93
Long Distance Telephone		
05/09/2012	EXTN.795562, TEL.2038626208, S.T.14:57, DUR.00:04:04	0.23
05/24/2012	EXTN.795544, TEL.3128364047, S.T.11:21, DUR.00:08:03	2.50
Long Distance Telephone Total		2.73
Duplicating Costs-in House		
05/14/2012		0.30
05/18/2012		0.20
Duplicating Costs-in House Total		0.50

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DATE	DESCRIPTION	AMOUNT
O/S Information Services		
05/04/2012	Pacer Search Service on 2/29/2012	227.28
O/S Information Services Total		227.28
Travel Expenses - Transportation		
05/03/2012	VENDOR: AMEX; PASQUALE/KENNETH on 04/24/2012	10.00
05/15/2012	VENDOR(EE): AKRIEGER: DATE: 05-15-2012; Amtrak from NYC to Philadelphia (\$156.); Amtrak from Philadelphia to NYC (\$71.) - 5/8/2012	227.00
05/15/2012	VENDOR(EE): AKRIEGER: DATE: 05-15-2012; Taxi cab expense from District Court to Amtrak's 30th Street Station, Philadelphia - 5/8/2012	11.00
05/15/2012	VENDOR(EE): AKRIEGER: DATE: 05-15-2012; Taxi cab expense from NYC's Penn Station to 180 Maiden Lane - 5/8/2012	15.00
Travel Expenses - Transportation Total		263.00
Travel Expenses - Lodging		
05/16/2012	VENDOR(EE): KPASQUALE: 05/07/12 - 05/08/12; DATE: 05-16-2012; Court hearing in Philadelphia, PA	386.32
Travel Expenses - Lodging Total		386.32
Westlaw		
05/30/2012	Transactional Search by Krieger, Arlene G.	30.36
Westlaw Total		30.36

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BILL DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 161.06
Local Transportation	46.93
Long Distance Telephone	2.73
Duplicating Costs-in House	0.50
O/S Information Services	227.28
Travel Expenses - Transportation	263.00
Travel Expenses - Lodging	386.32
Westlaw	30.36

TOTAL DISBURSEMENTS/CHARGES	\$ 1,118.18
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Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.